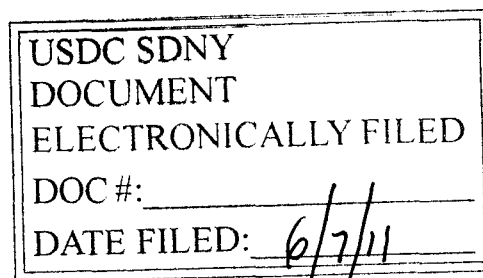


UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

|                                               |                                      |
|-----------------------------------------------|--------------------------------------|
| _____                                         | X                                    |
| In re AGRIA CORPORATION SECURITIES LITIGATION | : Civil Action No. 1:08-cv-03536-WHP |
| _____                                         | :<br>: <u>CLASS ACTION</u>           |
| This Document Relates To:                     | : [REDACTED] ORDER AWARDING LEAD     |
| ALL ACTIONS.                                  | : COUNSEL ATTORNEYS' FEES AND        |
| _____                                         | : EXPENSES<br>X                      |



This matter having come before the Court on January 21, 2011, on the motion of Lead Counsel for an award of attorneys' fees and expenses incurred in the Action, the Court, having considered all papers filed and proceedings conducted herein, having found the Settlement of this action to be fair, reasonable, and adequate and otherwise being fully informed in the premises and good cause appearing therefore;

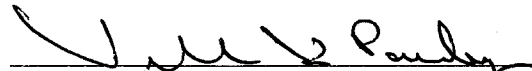
IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

1. All of the capitalized terms used herein shall have the same meanings as set forth in the Stipulation of Settlement dated August 6, 2010 (the "Stipulation"), and filed with the Court.
2. This Court has jurisdiction over the subject matter of this application and all matters relating thereto, including all members of the Class who have not timely and validly requested exclusion.
3. The Court hereby awards Lead Counsel attorneys' fees of 25% of the Settlement Fund, or \$937,500, plus litigation expenses in the amount of \$43,506.31, together with the interest earned on both amounts for the same time period and at the same rate as that earned on the Settlement Fund until paid, pursuant to 15 U.S.C. §78u-4(a)(6). The Court finds that the amount of fees awarded is fair and reasonable under the "percentage-of-recovery" method.
4. The fees and expenses shall be allocated among Plaintiffs' Counsel in a manner which, in Lead Counsel's good-faith judgment, reflects each such counsel's contribution to the institution, prosecution, and resolution of the Action.

5. The awarded attorneys' fees and expenses and interest earned thereon shall immediately be paid to Lead Counsel subject to the terms, conditions, and obligations of the Stipulation, and in particular ¶6.2 thereof which terms, conditions, and obligations are incorporated herein.

IT IS SO ORDERED.

DATED: June 7, 2011

  
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THE HONORABLE WILLIAM H. PAULEY III  
UNITED STATES DISTRICT JUDGE